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BEFORE THE ARIZONA CORPORATION COMMISSION

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COMMISSIONERS

MIKE GLEASON, CHAIRMAN  
WILLIAM A. MUNDELL  
JEFF HATCH-MILLER  
KRISTIN K. MAYES  
GARY PIERCE

AZ CORP COMMISSION  
DOCKET CONTROL

Arizona Corporation Commission

DOCKETED

MAR 17 2008

DOCKETED BY

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IN THE MATTER OF THE JOINT )  
APPLICATION OF TIME )  
WARNER TELECOM OF )  
ARIZONA, LLC, XSPEDIUS )  
MANAGEMENT CO. SWITCHED )  
SERVICES, LLC, AND XSPEDIUS )  
MANAGEMENT CO. FOR (1) )  
AUTHORIZATION TO )  
TRANSFER ASSETS; (2) )  
CANCEL CC&Ns; AND (3) FOR )  
ELIMINATION OF )  
PERFORMANCE BOND )  
)  
)  
)

DOCKET NO. T-03943A-07-0205  
DOCKET NO. T-04112A-07-0205  
DOCKET NO. T-04113A-07-0205

COMPLIANCE FILING OF  
TIME WARNER TELECOM  
OF ARIZONA, LLC

Time Warner Telecom of Arizona, LLC ("Time Warner Telecom") hereby files the attached affidavit of Lyndall Nipps, Regulatory Vice-President for Time Warner Telecom, Inc., regarding completion of asset transfer activities. This affidavit is filed in compliance with paragraphs 45(d) and (e) of Decision No. 70057 in the above-referenced dockets. This filing, together with Time Warner Telecom's February 4, 2008 filing, completes the compliance items required by Decision No. 70057.

RESPECTFULLY SUBMITTED this 17<sup>th</sup> day of March 2008.

OSBORN MALEDON, P.A.

By Joan S. Burke  
Joan S. Burke  
2929 North Central Avenue, Suite 2100  
Phoenix, Arizona 85012-2794  
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602-640-6074 (fax)  
jsburke@omlaw.com  
Attorneys for Time Warner Telecom

Original and 17 copies of the foregoing  
filed this 17<sup>th</sup> day of March 2008 with:

Docket Control  
ARIZONA CORPORATION COMMISSION  
1200 West Washington  
Phoenix, AZ 85007

Naemi Ewing

STATE OF CALIFORNIA    )  
                                  ) ss.  
COUNTY OF RIVERSIDE   )  
\_\_\_\_\_)

**AFFIDAVIT OF TIME WARNER TELECOM, INC. AND  
TIME WARNER TELECOM OF ARIZONA, INC.  
REGARDING COMPLETION OF MERGER RELATED ACTIVITIES**

1. I, Lyndall W. Nipps, am a Regional Vice President of Regulatory Affairs for Time Warner Telecom, Inc. ("Time Warner Telecom").

2. Time Warner Telecom of Arizona, LLC ("TWTA"), which is a subsidiary of Time Warner Telecom, is an Arizona public service corporation and has a certificate of convenience and necessity to provide telecommunications services in Arizona. In October 2006, Xspedius Management Co. Switched Services, LLC and Xspedius Management Co. of Pima County, LLC became subsidiaries of Time Warner Telecom ("Xspedius Subsidiaries").

3. In compliance with Decision No. 70057 in Docket Nos. T-03943A-07-0205, T-04112A-07-0205, and T-04113A-07-0205, TWTA provides the following confirmation regarding the completion of the transfer of assets from Xspedius Management Co. Switched Services, LLC, and Xspedius Management Co. for Pima County, LLC ("Xspedius Certified Subsidiaries") to TWTA.

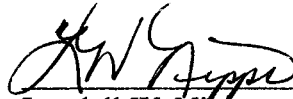
- The transfer of the assets of the Xspedius Certified Subsidiaries is complete.
- The certificates of convenience and necessity of the Xspedius Certified Subsidiaries were cancelled by Commission Order No. 70057.
- All prepayments, deposits, and advances of Xspedius Certified Subsidiaries customers who chose to discontinue service with TWTA, have been refunded or credited.

4. Pursuant to Decisions No. 67815 in Docket Nos. T-03943A-06-0495, T-04112A-06-0495, and T-04113A-06-0495, Time Warner Telecom provides the following confirmation:

- All acquisition-related activities associated with the merger of Time Warner Telecom, Inc. and Xspedius Communications, LLC are complete.

TWTA will provide a separate accounting of merger synergies in a letter to Commission Staff as permitted by Decision No. 67815.

FURTHER AFFIANT SAYETH NAUGHT.



\_\_\_\_\_  
Lyndall W. Nipps  
Time Warner Telecom, Inc.  
Vice President Regulatory

**SUBSCRIBED AND SWORN TO** before me this 10 day of March 2008 by  
Lyndall W. Nipps

SEE ATTACHED CERTIFICATE

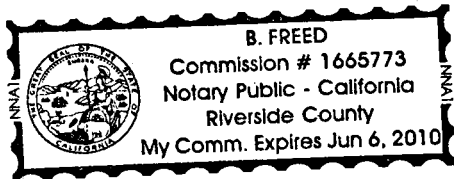
\_\_\_\_\_  
Notary Public

# Jurat

State of California

County of RIVERSIDE

Subscribed and sworn to (or affirmed) before me on this 10  
day of MARCH, 2008, by LYNDALL W. NIPPS,  
proved to me on the basis of satisfactory evidence to be the  
person(s) who appeared before me.



(Seal)

Signature B. Freed